

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

MILLER INVESTMENT TRUST and JURA
LIMITED,

Plaintiffs,

v.

MORGAN STANLEY & CO. LLC and
KPMG, a Hong Kong Partnership,

Defendants.

Civil Action No. 1:11-cv-12126-GAO

MOTION TO FILED UNDER SEAL

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Pursuant to Federal Rule of Civil Procedure 26 and Local Rule 7.2, Plaintiffs Miller Investment Trust and Jura Limited (“Plaintiffs”) seek an order allowing them to file their Opposition to Motion To Dismiss under seal. The Court should grant the motion because the information included in Plaintiffs’ [Proposed] Second Amended Complaint has been drawn from pages that were produced to Plaintiffs with a designation that they bore confidential material. The documents may contain business and trade secrets of Defendants Morgan Stanley & Co., Inc. (“Morgan Stanley”) and KPMG Hong Kong (“KPMG”), and of non-parties ShengdaTech, Inc. (“ShengdaTech”), Mudd, and Saidman.

Statement pursuant to Local Civil Rule 7.2:

The material should be impounded until further order of the Court, or until a time designated by Morgan Stanley, KPMG, and ShengdaTech. Plaintiffs cannot provide a statement setting out good cause to maintain impoundment because the documents bear these entities’ secrets, not Plaintiffs’, and Plaintiffs cannot speak for them.¹ For the same reason, Plaintiffs cannot suggest adequate custody arrangements, because they cannot say for these entities what custody arrangements are adequate.

In support of this motion, Plaintiffs state as follows:

This Court previously granted to Plaintiffs leave to file the SAC under seal and Defendant to KPMG leave to file their Motion to Dismiss under seal, with redacted versions filed publicly. Dkts. # 115, 134. We have received the documents it seeks to impound in discovery. The documents were designated “Confidential” or “Highly Confidential” by the producing party. We are obligated to attempt to file the documents themselves or any items discussing information contained in the documents under seal.

¹ All persons who have been produced to Plaintiffs have been notified of this filing.

I. Conclusion.

The Court should grant the motion to file the Opposition to Motion To Dismiss under seal.

Dated: May 21, 2014

Respectfully submitted,

Plaintiffs

By their attorneys,

/s/ Laurence M. Rosen

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Certificate of Service

I hereby certify that this document(s) filed through the ECF system will be sent electronically to the registered participants as identified on the Notice of Electronic Filing (NEF) and paper copies will be sent to those indicated as non-registered participants on May 21, 2014.

/s/ Laurence M. Rosen